

1 David N. Chandler, Sr. SBN 60780
David N. Chandler, Jr. SBN 235427
2 DAVID N. CHANDLER, p.c.
1747 Fourth Street
3 Santa Rosa, CA 95404
Telephone: (707) 528-4331

4 Attorneys for Debtor

5 UNITED STATES BANKRUPTCY COURT
6 NORTHERN DISTRICT OF CALIFORNIA

7 IN RE: Case No. 10-12153
8 PROWEST MEDIA CORPORATION, Chapter 11
9 DEBTOR. / ORDER CONFIRMING
CHAPTER 11 PLAN

10
11
12 The Plan ("Plan") under Chapter 11 of the Bankruptcy Code filed
13 by Prowest Media Corporation, Debtor herein, on July 7, 2010, and
14 amended on January 6, 2011, and January 14, 2011, and the Plan having
15 been transmitted to creditors and equity security holders; and

16 It having been determined after hearing on notice on January 14,
17 2011:

18 1. The Plan has been accepted in writing by the creditors and
19 equity security holders as is required by law.

20 2. The provisions of Chapter 11 of the Code have been complied
21 with; the Plan has been proposed in good faith and not by any means
22 forbidden by law.

23 3. Each holder of a claim or interest will receive or retain
24 under the Plan, property of a value, as of the effective date of the
25 Plan, that is not less than the amount such holder would receive or
26 retain if the Debtor were liquidated under Chapter 7 of the Code on
27 such date.

28 4. All payments made or promised by the Debtor, or by a person

1 issuing securities, or acquiring property under the Plan, or by any
2 other person for services or for costs and expenses, or in connection
3 with the Plan, and incident to the case, have been fully disclosed to
4 the Court and are reasonable or, if to be fixed after confirmation of
5 the Plan, will be subject to the approval of the Court.

6 5. The identity, qualifications, and affiliations of the
7 persons who are to be directors or officers, or voting Trustees, if
8 any, of the Debtors, after confirmation of the Plan, have been duly
9 disclosed and the appointment of such persons to such offices, or
10 their continuances therein, is equitable, and consistent with the
11 interest of the creditors and equity security holders and with public
12 policy.

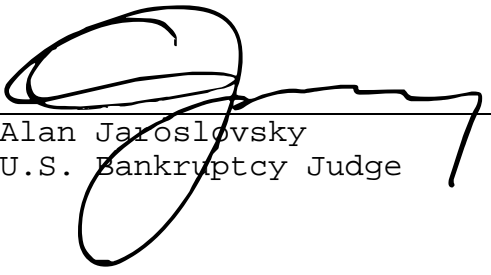
13 6. The identity of any insiders that will be employed or
14 retained by the Debtors and his compensation have been fully
15 disclosed.

16 7. Confirmation of the Plan is not likely to be followed by the
17 liquidation, or the need for further financial reorganization, of the
18 Debtors or any successor to the Debtors under the Plan.

19 IT IS ORDERED as follows:

20 That the Plan filed July 2, 1020, as amended on January 6, 2011,
21 and January 14, 2011, filed by Prowest Media Corporation, a copy of
22 which Plan is on file with the Court, is approved and confirmed.

23 Dated: January 17, 2011

24 
25 Alan Jaroslovsky
26 U.S. Bankruptcy Judge
27
28